

Corresponding This Paragraphs

The Paragraph numbers contained in this answer correspond and are responsive to the same numbered Paragraph numbers contained in Plaintiffs' First Amended Original Complaint.

Hyperbolic, Multifarious and Scandalous Allegations

Many of the allegations contained in the First Amended Complaint are riddled with scandalous allegations, hyperbole and are irreconcilably multifarious. Defendant has attempted to segregate out factual allegations to determine whether they should be admitted or denied, but, due to Plaintiff's pleading tactics, has at times been unable to segregate the facts from the hyperbole and scandalous accusations. In such circumstances, Defendant has been forced to deny the allegations as pled.

PLAINTIFF'S SUMMARY OF FACTS

A. ADMISSIONS & DENIALS

INTRODUCTION: Defendant denies the allegations contained in the Introduction of the Complaint.

1. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

2. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same, particularly denying that he assisted in any fraudulent activity as set forth in the second sentence of this Paragraph.

3. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

4. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

5. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

6. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

7. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

8. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

9. Wagers admits the allegations that he is a Texas attorney who joined BOG in 2012. Otherwise, Wagers denies the remainder of all of the allegations of this Paragraph.

10. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

11. Wagers denies each and every allegation of the third sentence of this Paragraph. Otherwise, Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

12. Wagers denies each and every allegation of the fifth sentence of this Paragraph. Otherwise, Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

13. Wagers lacks sufficient knowledge or information to form a belief about the truth of the second and fourth sentences of this Paragraph, and therefore denies same. Otherwise, Wagers denies each and every other allegation of this Paragraph.

14. Wagers denies the allegations of this Paragraph.

15. Wagers lacks sufficient knowledge or information to form a belief about the truth of

this Paragraph, and therefore denies same.

16. Wagers denies the allegations in the fifth sentence of this Paragraph. Otherwise, Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

17. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

18. Wagers denies each and every allegation of the third sentence of this Paragraph. Otherwise, Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

19. Wagers denies the allegations of this Paragraph.

20. This Paragraph contains conclusions of law and self-serving statements, rather than allegations of fact, to which no answer is required. In so far as an answer is required, Wagers denies all allegations and/or legal conclusions contained in this Paragraph of the First Amended Complaint.

JURISDICTION AND VENUE

21. Wagers admits that the Court has subject matter jurisdiction over this matter.

22. Wagers admits that the Court has personal jurisdiction over him. Without waiving his right to assert that another venue is more appropriate, Wagers admits that the Northern District of Texas, Dallas Division, is a proper venue.

DEFENDANTS

23. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

24. Wagers admits the allegations contained in said this Paragraph, save and except for

the allegations regarding the content of the Form 8-K, which document is the best evidence of the matters stated therein. Defendant admits that the Form 8-K referenced in said Paragraph states what the Form 8-K states and all other allegations regarding the Form 8-K's contents are otherwise denied.

25. Wagers admits the allegations of this Paragraph.

26. Wagers admits the allegations of the third sentence of this Paragraph. Otherwise, Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

27. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

28. Wagers specifically denies the allegations of the fourth sentence of this Paragraph. Otherwise, Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

29. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

30. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

31. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

32. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

33. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

34. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

RELIEF DEFENDANTS

35. Wagers admits that Freedman is Faulkner's ex-wife. Otherwise, Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

36. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

RELATED ENTITY

37. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

STATEMENT OF FACTS

38. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

39. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

40. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

41. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

42. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

43. Wagers objects to the allegations contained in this Paragraph for the reason that the

same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

44. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

45. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

Misrepresentation in BOG's offering documents about use of investor funds

46. Wagers objects to the allegations contained in this Paragraph for the reason that the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

47. Wagers objects to the allegations contained in this Paragraph for the reason that the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

48. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

49. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

50. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

51. Wagers lacks sufficient knowledge or information to form a belief about the truth of

this Paragraph, and therefore denies same.

52. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

53. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

54. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

BOG sold interests it did not own

55. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

56. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

BOG failed to segregate investor funds

57. Wagers objects to the allegations contained in this Paragraph for the reason that the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

58. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

Simo's geologist reports

59. Wagers objects to the allegations contained in this Paragraph for the reason that the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the

allegations of said Paragraph are denied.

60. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

61. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

62. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

63. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

BOG sales staff and commissions

64. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

65. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

66. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

Faulkner misappropriated BOG investor funds

67. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

68. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

69. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

70. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

71. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

Transition from BOG to BECC and Crude

72. Wagers admits the allegations of the second sentence of this Paragraph. Otherwise, Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

73. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

74. Wagers denies the allegations of this Paragraph.

75. Wagers admits the allegations of the first sentence of this Paragraph, but denies any and all remaining allegations therein.

76. Wagers objects to the allegations contained in this Paragraph for the reason that the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

`Faulkner starts up Crude

77. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

78. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

79. Wagers admits the allegations of this Paragraph.

80. Wagers denies the allegations of this Paragraph.

81. Wagers denies the allegations of this Paragraph.

82. Wagers denies the allegations of this Paragraph.

83. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

84. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

85. Wagers lacks sufficient knowledge or information to form a belief about the truth of his Paragraph, and therefore denies same.

86. Wagers denies the allegations of the second sentence of this Paragraph. Otherwise, Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

Crude's misrepresentation to investors

87. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

88. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

89. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

90. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

91. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

92. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

93. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

94. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

Faulkner misappropriated investor funds through BECC

95. Wagers objects to the allegations contained in this Paragraph for the reason that the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

96. Wagers denies the allegations in the fourth sentence of this Paragraph. Otherwise, Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

97. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

98. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

99. Wagers denies the allegations contained in the first, second and third sentences of this Paragraph. Otherwise, Wagers lacks sufficient knowledge or information to form a belief about the truth in the remaining allegations of this Paragraph, and therefore denies same.

100. Wagers denies the allegations contained in the first and second sentences of this Paragraph. Otherwise, Wagers lacks sufficient knowledge or information to form a belief about

the truth in the remaining allegations of this Paragraph, and therefore denies same.

101. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

BECC's misrepresentations

102. Wagers denies the allegations of this Paragraph.

103. Wagers objects to the allegations contained in this Paragraph for the reason that the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

104. Wagers denies the allegations of this Paragraph.

105. Wagers objects to the allegations contained in this Paragraph for the reason that the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

106. Wagers objects to the allegations contained in this Paragraph for the reason that the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

107. Wagers denies the allegations of this Paragraph.

108. Wagers objects to the allegations contained in this Paragraph for the reason that the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

109. Wagers objects to the allegations contained in this Paragraph for the reason that the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

110. Defendant objects to the allegations contained in this Paragraph for the reason that the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

111. Wagers objects to the allegations contained in this Paragraph for the reason that the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

112. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

113. Wagers objects to the allegations contained in this Paragraph for the reason that the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

114. Wagers objects to the allegations contained in this Paragraph for the reason that the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

115. Wagers objects to the allegations contained in this Paragraph for the reason that

the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

116. Wagers objects to the allegations contained in this Paragraph for the reason that the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

Misrepresentation and lies to auditors

117. Wagers denies the allegations of this Paragraph.

Relationship between BECC and Crude

118. Wagers denies the allegations of this Paragraph.

119. Wagers denies the allegations of this Paragraph.

BECC's use of turnkey deals

120. Wagers denies the allegations of this Paragraph.

121. Wagers denies the allegations of this Paragraph.

Representations about Faulkner's expense reimbursements

122. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

123. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

Faulkner manipulated the market in BECC's stock by "marking the close"

124. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

125. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

126. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

127. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

128. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

129. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

130. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

131. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

132. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

133. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

Transition from Crude to Patriot

134. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

135. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

136. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

137. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

138. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

139. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

140. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

141. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

142. Wagers objects to the allegations contained in this Paragraph for the reason that the same are recitations of the content of alleged written and recorded materials, which materials speak for themselves and are the best evidence of the matters alleged. Accordingly, the allegations of said Paragraph are denied.

143. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

144. Wagers lacks sufficient knowledge or information to form a belief about the truth of the first sentence of this Paragraph, and therefore denies same. Otherwise, Wagers denies the second sentence of this Paragraph.

145. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

FIRST CLAIM FOR RELIEF

146. Wagers has previously answered above all allegations in these Paragraphs 1 through 145, and continues to deny same unless specifically admitted in any single allegation.

147. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

148. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

149. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

150. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

151. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

SECOND CLAIM FOR RELIEF

152. Wagers has previously answered above all allegations in these Paragraphs 1 through 145, and continues to deny same unless specifically admitted in any single allegation.

153. Wagers denies the allegations of this Paragraph.

154. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

155. Wagers denies the allegations of this Paragraph.

156. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

157. Wagers denies the allegations of this Paragraph.

158. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

159. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

THIRD CLAIM FOR RELIEF

160. Wagers has previously answered above all allegations in these Paragraphs 1 through 145, and continues to deny same unless specifically admitted in any single allegation.

161. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

162. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

FOURTH CLAIM FOR RELIEF

163. Wagers has previously answered above all allegations in these Paragraphs 1 through 145, and continues to deny same unless specifically admitted in any single allegation.

164. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

165. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

166. Wagers denies the allegations of this Paragraph.

167. Wagers denies the allegations of this Paragraph.

FIFTH CLAIM FOR RELIEF

168. Wagers has previously answered above all allegations in these Paragraphs 1 through 145, and continues to deny same unless specifically admitted in any single allegation.

169. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

170. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

171. Wagers denies the allegations of this Paragraph.

172. Wagers denies the allegations of this Paragraph.

173. Wagers denies the allegations of this Paragraph.

174. Wagers denies the allegations of this Paragraph.

SIXTH CLAIM FOR RELIEF

175. Wagers has previously answered above all allegations in these Paragraphs 1 through 145, and continues to deny same unless specifically admitted in any single allegation.

176. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

177. Wagers denies the allegations of this Paragraph.

SEVENTH CLAIM FOR RELIEF

178. Wagers has previously answered above all allegations in these Paragraphs 1 through 145, and continues to deny same unless specifically admitted in any single allegation.

179. Wagers denies the allegations of this Paragraph.

180. Wagers denies the allegations of this Paragraph.

181. Wagers denies the allegations of this Paragraph.

EIGHTH CLAIM FOR RELIEF

182. Wagers has previously answered above all allegations in these Paragraphs 1 through 145, and continues to deny same unless specifically admitted in any single allegation.

183. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

184. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

185. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

186. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

NINTH CLAIM FOR RELIEF

187. Wagers has previously answered above all allegations in this Paragraphs 1 through 145, and continues to deny same unless specifically admitted in any single allegation.

188. Wagers denies the allegations of this Paragraph.

189. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

190. Wagers denies the allegations of this Paragraph.

191. Wagers denies the allegations of this Paragraph.

TENTH CLAIM FOR RELIEF

192. Wagers has previously answered above all allegations in these Paragraphs 1 through 145, and continues to deny same unless specifically admitted in any single allegation.

193. Wagers, during the relevant time period of this First Amended Complaint, admits to the allegations of this Paragraph.

194. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

195. This Paragraph contains statements and conclusions of law rather than allegations of fact, to which no answer is required. In so far as an answer is required, Wagers denies all allegations and/or legal conclusions contained in this Paragraph of the First Amended Complaint.

196. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

197. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

198. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

199. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

ELEVENTH CLAIM FOR RELIEF

200. Wagers has previously answered above all allegations in these Paragraphs 1 through 145, and continues to deny same unless specifically admitted in any single allegation.

201. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

202. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

203. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

204. Wagers lacks sufficient knowledge or information to form a belief about the truth of this Paragraph, and therefore denies same.

DEFENSES & AFFIRMATIVE DEFENSES

Defendant sets forth below his affirmative defenses. By setting forth these affirmative defenses, Defendant does not assume the burden of proving any fact, issue, or element of a cause of action where such burden properly belongs to Plaintiff. Moreover, nothing stated herein is intended or shall be construed as an acknowledgement that any particular issue or subject matter necessarily is relevant to Plaintiff's allegations.

FIRST AFFIRMATIVE DEFENSE

Plaintiff's claims are barred, in whole or in part, by the applicable statute of limitations.

PRAYER

WHEREFORE, and for these reasons, Defendant Wagers asks the Court to enter final judgment against Plaintiff Securities and Exchange Commission as follows:

1. that Plaintiff take nothing by way of its First Amended Complaint; and specifically that the Plaintiff's Prayer for Relief as set forth in No. 3(a) be deemed in its entirety.
2. that Plaintiff's First Amended Complaint be dismissed with prejudice and judgment entered in favor of Defendant Wagers;
3. that Defendant Wagers be awarded his costs, disbursements and attorneys' fees in this action; and
4. for such other and further relief as this Court deems just and proper.

DATED: November 29, 2016

Respectfully submitted,

FRIEDMAN & FEIGER, L.L.P.

/s/ Lance A. Pool

By: _____

Lawrence J. Friedman

State Bar No. 07469300

lfriedman@fflawoffice.com

Lance A. Pool

State Bar No.16117800

lpool@fflawoffice.com

5301 Spring Valley Road, Suite 200

Dallas, Texas 75254

(972) 788-1400 (Telephone)

(972) 788-2667 (Telecopier)

**ATTORNEYS FOR DEFENDANT
JEREMY WAGERS**

CERTIFICATE OF SERVICE

I hereby certify that on November 29, 2016, I electronically filed the foregoing Entry of Appearance via the Court's CM/ECF filing system, which will send a notice of electronic filing to all CM/ECF participants. I further certify that I served a true and correct copy of the foregoing document and the notice of electronic filing via UPS and electronic mail on all non-CM/ECF parties and/or their counsel as detailed below:

B. David Fraser Scott Mascianica Securities and Exchange Commission Burnett Plaza, Suite 1900 801 Cherry St., Unit #18 Fort Worth, TX 76102 FraserB@sec.gov <i>Attorney for Plaintiff Securities Exchange Commission</i>	Joseph Simo c/o Chance Leigh, named executor 304 Sutton Place Georgetown, Texas 78628 <i>Defendant Pro Se</i>
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<p>Alex More (requested email service only) Carrington Coleman 901 Main St., Suite 5500 Dallas, TX 75202 amore@CCSB.com <i>Counsel for Defendant Gilbert R. Steedley</i></p>	<p>Michael P. Gibson Burleson, Pate & Gibson, LLP Founders Square 900 Jackson St., Suite 330 Dallas, TX 75202 mgibson@bp-g.com <i>Counsel for Beth C. Hankins</i></p>
<p>Karen Cook, PLLC Karen Cook 700 Park Seventeen Tower 1717 McKinney Ave. Dallas, TX 75202 Karen@karencooklaw.com <i>Counsel for Defendants Parker R. Hallam Crude Energy, LLC</i></p>	<p>Carole Faulkner 4010 Ambleside Ct. Colleyville, TX 76034 Faulkner4010@yahoo.com <i>Attorney for Defendants Breitling Energy Corporation and Breitling Oil & Gas Corporation</i></p>
<p>David R. Clouston Sessions Fishman Nathan & Israel LLC 900 Jackson Street, Suite 440, Dallas, TX 75202 DClouston@Sessions.legal <i>Attorney for Defendant Judson D. ("Rick") Hoover</i></p>	<p>Richard B. Roper Thompson & Knight LLP 1722 Routh Street, Suite 1500, Dallas, TX 75201 Richard.Roper@TKLaw.com <i>Attorney for Defendants Dustin Michael Miller Rodriguez and Patriot Energy, Inc.</i></p>
<p>Jeffrey J. Ansley Gregory D. Kelminson Bell Nunnally & Martin LLP 3232 McKinney Avenue, Suite 1400, Dallas, TX 75204 JAnsley@BellNunnally.com <i>Attorney for Relief Defendant</i></p>	<p>Robert R. Smith Fitzpatrick Hagood Smith & UHL 2515 McKinney Avenue, Suite 1400, Dallas, TX 75201 RSmith@FHSUlaw.com <i>Attorney for Relief Defendant Jetmir Ahmedi</i></p>

/s/ Lance A. Pool

Attorney